

In re:

Chapter 11

W.R.GRACE & CO., CONN

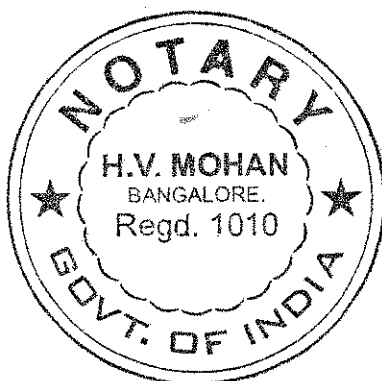
Case No. 01-01139 (JKF)  
(Jointly Administered)

Debtors

AFFIDAVIT UNDER 11 U.S.C. 327(e)

I, G R VENKATANARAYANA, S/o late G Ramakrishnaiah, Chartered Accountant, No. 618, 75th Cross, 6th Block, Rajajinagar, Bangalore 560010, INDIA, being duly sworn, upon his oath, deposes and says:

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1. The Debtors consist of the following 62 entities: W.R Grace & Co., (f/k/a Grace Speciality Chemicals, Inc), W.R.Grace & Co. Conn, A-1 Bit & Tool Co., Inc, Alewife Boston Ltd, Alewife Land Corporation, Amicon, Inc, CB Biomedical Inc(f/k/a Circe Biomedical, Inc, CCHP, Inc., Coalgrace, Inc. Colagrace II Inc, Creative Food'N'Fun Company, Darex Puerto Rico, Inc. Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey & Almy Company) , Ecarg Inc., Five Alewife Boston Ltd, GC Limited Partners I Inc(f/k/a Grace Cocoa Limited Partners I, Inc) GC Management Inc, (f/k/a Grace Cocoa Management Inc.,) GEC Management Corporation, GN Holding Inc., GPC Thomsaville Corp, Gloucester New Communities Company, Inc. Grace A-B Inc. Grace A-B II Inc, Grace Chemical Company of Cuba, Grace Culinary Systems Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental Inc., Grace Europe Inc., Grace H-G Inc., Grace H-G II, Inc, Grace Hotel Services Corporation, Grace International Holdings Inc.(f/k/a Dearborn International Holdings Inc,) Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors Inc., Grace Ventures Corp., Grace Washington Inc., W R Grace Capital Corporation, W R Grace Land Corporation, Gracoal Inc, Gracoal II Inc., Gumica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International Inc., Kootenai Development Company, L B Realty Inc., Litigation Management Inc., (f/k/a GHSC Holdings Inc., Grace JVH Inc., Asbestos Management Inc), Monolith Enterprises Incorporated, Monroe Street Inc., MRA Holdings Corp., (f/k/a Nestor-BNA Holdings Corporation) MRA Intermedco Inc., (f/k/a/ Nestor-BNA Inc) MRA Staffing Systems Inc (f/k/a British Nursing Association, Inc) Remedium Group Inc(f/k/a Environmental Liability Management, Inc, E&C Liquidating Corp, Emerson & Cuming, Inc) Southern Oil, Resin & Fiberglass Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.



1. The debtors have requested that I provide tax consulting services to the Debtors, and I have consented to provide such services.

2. I may have performed services in the past and may perform services in the future, in matters unrelated to these Chapter 11 cases, for persons that are parties-in-interest in the Debtors' Chapter 11 cases.

3. As part of my customary practice, I am retained in cases, proceedings and transactions involving many different parties, some of whom may represent or be employed by the debtors, claimants and parties-in-interest in these chapter 11 cases. I do not perform services for any such person in connection with these chapter 11 cases, or have any relationship with any such person, their attorneys or accountants that would be adverse to the Debtors or their estate.

4. I have not agreed to share and will not share any portion of the compensation to be received from the Debtors with any other persons.

5. Insofar as I have been able to ascertain, I do not hold or represent any interest adverse to the Debtors or their estates.

6. The Debtors owe me \$ 2000 for prepetition services.

7. If at any time during the period of my employment, if I should discover any facts bearing on the matters described herein, I will supplement the information contained in this Affidavit.

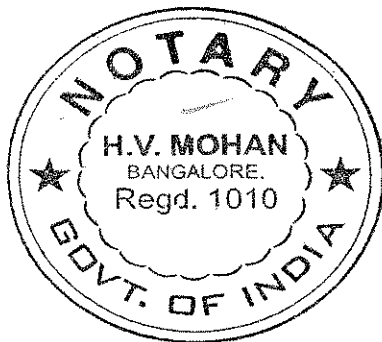
Executed on 15th March 2002.

  
(G R VENKATANARAYANA)

Sworn to and subscribed before me this 15th Day of March 2002

15 MAR 2002

Notary Public  
My Commission expires: MY COMMISSION EXPIRES  
ON: 22-10-2005



SWORN TO BEFORE ME

  
H.V. MOHAN, B.A., LL.B.,  
NOTARY PUBLIC, GOVT. OF INDIA  
No. 1032, II Main, M.C. Layout  
Vijayanagar, BANGALORE - 560 040

SL. No 133 Page No 24

